



## **Summary of Changes to the 2017 Edition v.2 Agreement for Professional Services**

*Note: This summary of changes is for general information only and is not meant to be a full and complete presentation of all changes made to the 2017 Agreement for Professional Services. The primary intent is to capture in broad terms the nature and scope of the changes rather than to identify every word or editing change. This document should not be relied upon as an absolute comparison that identifies each revision.*

| <b>SECTION</b>   | <b>CHANGE</b>  |
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| <b>General</b>   |  |
| Document   | Further clarification of requirements and wordsmithing occurs throughout the text.   |
| Terms  | Changed the term "Contract" to "Agreement" throughout the text.  |
| <b>Agreement</b>   |  |
| Para. 4, Compensation and Costs  | Inserted new Paragraph 4.E regarding invoices and payments and renumbered former Paragraph 4.E to be 4.F.  |
| Para. 6, Small Diverse Business and Small Business Participation                       | Changed the SDB and SB participation percentages in Paragraph 6 to be based on the Professional's total compensation for the Project, not just Basic Services.   |
| Para. 12, Integration  | Deleted this paragraph in its entirety and renumbered subsequent paragraphs.   |
| Para. 14, Hold Harmless and Indemnify Clause   | Changed the paragraph title to include "and Indemnify" and replaced former Paragraph 14.A with new Paragraphs 14.A and B.  |
| Para. 18, Attendance at Meetings   | Added a new sentence at the end of this paragraph to indicate any visit to the site not required by the Department shall not be counted against the number of visits included in Basic Services.   |
| Certificate of Compliance  | Deleted this certificate in its entirety.  |
| <b>Exhibit A, List of Professional's Consultants</b>                                   |  |
|  | No changes.  |
| <b>Exhibit B, Designation and Description of Services</b>                              |  |
| Para B, Itemization of Basic Services  | <ul style="list-style-type: none"> <li>Revised the last sentence of Paragraph 'a' under the fifth bullet item of Paragraph B.1. to change the Professional's responsibility in Utility and License Agreements to be "review and assistance" instead of "review and development".</li> <li>Added a new ninth bullet under Paragraph B.2 regarding uploading as-bid AutoCAD files to e-Builder.</li> </ul> |
| Para. C, Itemization of Potential Additional Services                                  | Changed the reference in Paragraph C.2 from Article 16 to Paragraph 18.  |
| <b>Exhibit C, Nondiscrimination and Sexual Harassment Clause</b>                       |  |
|  | Entire Exhibit re-worded.  |
| <b>Exhibit D, Contractor Integrity and Disclosure of Financial Interest Provisions</b> |  |
|  | No changes.  |

| <b>Exhibit E, Contractor Responsibility Provisions</b>             |   |
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|  | No changes.   |
| <b>Exhibit F, Americans with Disabilities Act (ADA) Provisions</b> |   |
|  | No changes.   |
| <b>Exhibit G, Trade Practices Act Provisions</b>                   |   |
|  | No changes.   |
| <b>Exhibit H, Steel Products Provision</b>                         |   |
|  | No changes.   |
| <b>Exhibit I, Tax Liability Provision</b>                          |   |
|  | No changes.   |
| <b>Exhibit J, General Conditions</b>                               |   |
| Table of Contents  | The TOC has been updated where necessary by changes in the General Conditions.  |
| Article 1, Definitions   | <ul style="list-style-type: none"> <li>Added definition for “Basic Services Compensation” and deleted “Contract Sum”.</li> <li>Modified the definitions of “Phased Project” and “Professional”.</li> </ul>  |
| Article 2, General Requirements                                    | <ul style="list-style-type: none"> <li>Modified Paragraphs B and C under 2.1.103 clarifying which Consultant Agreements need to be uploaded to e-Builder.</li> <li>Changed the number of field dispute review meetings from four to three in Paragraph A under Article 2.1.106.</li> <li>Changed the number of man-hours for claim settlement conferences from 24 to 12 in Paragraph B under Article 2.1.106.</li> <li>Inserted new Article 2.3.103, Small Diverse Business and Small Business Requirements, requiring copies of SDB and SB Consultant Agreements be submitted as a condition of Schematic Design approval.</li> <li>Inserted language in Article 2.5.100 changing the development percentage for the Interim Construction Documents for federally funded DMVA projects to 65% instead of 75%.</li> <li>Revised the language of Article 2.6.102 to allow the Professional to determine when to submit documents to L&amp;I instead of having the Department tell the Professional when to submit.</li> <li>Modified the language of Article 2.9.102 regarding site visits during construction. The phrase “for a full day, up to eight hours” has been deleted.</li> <li>Clarified the timing of payment for Professional fees on change orders in Paragraph D under Article 2.9.107.</li> <li>Revised in Article 2.9.115 the timing for record drawing updates from weekly to monthly and further defined the update and e-Builder upload requirements for record drawings.</li> </ul> |
| Article 4, The Professional’s Compensation and Payments            | <ul style="list-style-type: none"> <li>Added reference in Article 4.1.100 to the Prompt Payment Schedules found in the Commonwealth Procurements Code.</li> <li>Clarified in Article 4.1.104 the conditions for final payment.</li> </ul>   |
| Article 12, Professional and Consultant Relationship               | Added the requirement in Article 12.1.100 to enter into a Consultant Agreement with any other Consultant that is not listed on Exhibit A if it is deemed necessary for the proper design of the project.  |

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| Article 13, Small Diverse Business and Small Business Participation | Added language at the end of Article 13.1.100 that the percentages of SDB and SB participation can only be changed with the written approval of the BDISBO.   |
| Article, 14, Disputes   | <p>Modified and expanded the requirements regarding procedures related to disputes in the following areas of this article:</p> <ul style="list-style-type: none"> <li>• Clarified in Paragraph B.5 under Article 14.1.102 that the Step 1 decision is not binding if the Professional proceeds to Step 2.</li> <li>• Added new Paragraph B.7 under Article 14.1.102.</li> <li>• Added a sentence to the end of Article 14.1.103.</li> <li>• Added language related to Claim Settlement Conferences to Paragraphs A.2 and E under Article 14.1.103.</li> <li>• Modified language in Paragraph E.7 under Article 14.1.103 related to the 120-day review period.</li> <li>• Clarified in Article 14.1.104 the requirements of Step 3 of the dispute resolution process.</li> </ul> |